

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

In re:

MICHAEL REESE MEDICAL CENTER  
CORPORATION

Debtor.

## Chapter 11

Case No. 08 B 25811

Honorable John H. Squires

**STIPULATION FURTHER EXTENDING THE COMMITTEE’S DEADLINE TO FILE  
OBJECTION TO DEBTOR’S MOTION FOR ENTRY OF A FINAL ORDER: (1)  
APPROVING POST-PETITION FACTORING AGREEMENT; (2) GRANTING SECURITY  
INTERESTS AND SUPERPRIORITY ADMINISTRATIVE EXPENSE TREATMENT;  
AND (3) APPROVING SUN CAPITAL HEALTHCARE, INC.’S FEES AND COSTS**

**WHEREAS**, on September 28, 2008 (the **“Petition Date”**), the Debtor filed a voluntary petition for reorganization relief under Chapter 11 of the Bankruptcy Code (the **“Case”**). The Debtor continues to operate its business and manage its property as a debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in this Case;

**WHEREAS**, on October 7, 2008, the Official Committee of Unsecured Creditors (the "**Committee**") was appointed in the Case by the Office of the United States Trustee;

**WHEREAS**, on October 3, 2008, the Debtor filed a Motion for entry of an Interim Order: (1) Approving Postpetition Factoring Agreement; (2) Granting Security Interests and Superpriority Administrative Expense Treatment; and (3) Approving Sun Capital Healthcare, Inc.’s Fees and Costs (the “**Factoring Motion**”). The Factoring Motion seeks various forms of relief relating to a pre-petition Master Purchase and Sale Agreement dated as of March 6, 2008 (the “**Agreement**”) between the Debtor, as provider, and Sun Capital HealthCare, Inc. (“**Sun Capital**”), as purchaser. In addition, the Factoring Motion seeks to continue the Debtor’s

arrangement with Sun Capital pursuant to the Agreement, and to approve a Post-Petition Chapter 11 Bankruptcy Rider to Sun Capital HealthCare, Inc.'s Master Purchase and Sale Agreement.

**WHEREAS**, on October 8, 2008, the Court entered an Interim Order approving the Factoring Motion (the “**Interim Factoring Order**”). The Interim Factoring Order established October 20, 2008 as the deadline (the “**Objection Deadline**”) to file objections, if any, to entry of a Final Order approving the Factoring Motion.

**WHEREAS**, counsel to the Committee, counsel to the Debtor and counsel to Sun Capital (collectively, the “**Parties**”) have agreed to additional extensions of the Objection Deadline as set forth in stipulations filed with the Court, and the current Objection Deadline is October 27, 2008 at 5:00 p.m.

**WHEREAS**, the Parties have diligently participated, and continue to participate in, negotiations to address the Committee's concerns regarding the Factoring Motion.

**WHEREAS**, on October 27, 2008 David Baddley, an attorney for the Committee, consulted Stephen Wolfe, staff attorney at the Office of the United States Trustee, regarding the Parties' agreement to extend the Objection Deadline to October 28, 2008 at 5:00 p.m. (Central). Mr. Wolfe indicated that the Office of the United States Trustee does not oppose the agreed extension.

**NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED** by and among the Committee, the Debtor and Sun Capital, by and through their undersigned counsel, as follows:

1. The Objection Deadline is hereby extended for the Committee only, and not any other party in interest, through and including October 28, 2008 at 5:00 p.m. (Central). The Objection deadline shall not be further extended, without the written consent of the Debtor and

Sun Capital and the consent of the Office of the United States Trustee.

2. Except as expressly modified pursuant to the Stipulation, the Interim Factoring Order shall remain in full force and effect in accordance with its terms.

3. This stipulation may be executed in counterparts, each of which shall be deemed an original, but together constitute one and the same instrument

Dated: October 28, 2008

FOLEY & LARDNER LLP

GOLDBERG KOHN

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Edward Green  
Geoffrey S. Goodman  
Derek S. Goodman  
Foley & Lardner LLP  
321 N. Clark Street, Suite 2800  
Chicago, IL 60610  
Phone: 312-832-4372

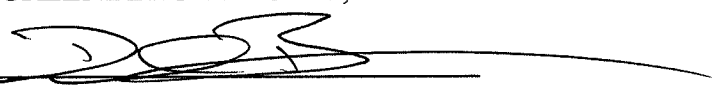
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Ronald D. Barliant  
Kathryn A. Pamenter  
Goldberg Kohn  
55 West Monroe, Suite 3300  
Chicago, IL 60603  
Phone: 312-201-4000

ATTORNEYS FOR THE DEBTOR

COUNSEL FOR SUN CAPITAL  
HEALTHCARE, INC.

GREENBERG TRAURIG, LLP



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Keith J. Shapiro  
Nancy A. Peterman  
David W. Baddley  
77 West Wacker Drive, Suite 3100  
Chicago, IL 60601  
Phone: 312-456-8400

PROPOSED COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS

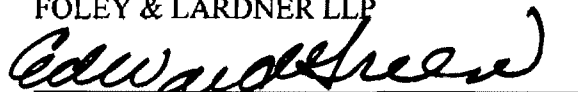
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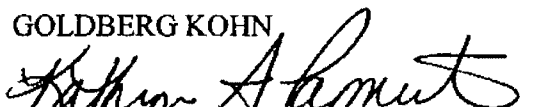
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Nancy A. Peterman  
David W. Baddley  
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Ronald D. Barliant  
Kathryn A. Pamenter  
Goldberg Kohn  
55 West Monroe, Suite 3300  
Chicago, IL 60603  
Phone: 312-201-4000

COUNSEL FOR SUN CAPITAL  
HEALTHCARE, INC.